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JARDINE MA**THESON HOLDINGS LIM**ITED

Securities and Exchange Commission File No.82-2963_{Matheson Limited}

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JUPPL

Group Secretariat

Securities & Exchange Commission
Office of International Corporate Finance
Division of Corporate Finance
450 Fifth Street, N.W.
Washington D.C. 20549
U.S.A.

Dear Sir

Jardine Matheson Holdings Limited ("JMH") <u>Director's Share Transaction</u>



In accordance with the requirements under the listing rules of the UK Listing Authority, notification has been made to the UK Listing Authority on behalf of JMH of the following Director's share transaction. Under the same London requirements, such notification has also been made on behalf of JMH's relevant subsidiaries where the Director is also a director of those companies:-

Name of Director	Nature of Transaction	Date of Transaction	No. of Shares Transferred	
	Cessation of deemed beneficial interest in 19,544 JMH shares resulting from the transfer of the shares as a gift from a family trust to the Director's adult child	28/06/2005	-19,544	N/A

Yours faithfully JARDINE MATHESON LIMITED

Neil M McNamara

Group Corporate Secretary

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I THOMSON FINANCIAL College Services